

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**SPIRIT AIRLINES, LLC, *et al.*,
Reorganized Debtors.¹**

Chapter 11

Case No. 24-11988 (SHL)

Jointly Administered

**(I) FINAL DECREE CLOSING CERTAIN OF THE CHAPTER 11 CASES
AND (II) ORDER AMENDING THE JOINT ADMINISTRATION ORDER**

Upon the motion [ECF No. 535] (the “**Motion**”)² of Spirit Airlines, LLC and its subsidiaries (collectively, the “**Reorganized Debtors**”) for entry of a final decree and order (this “**Final Decree**” or “**Order**”), pursuant to sections 105(a) and 350(a) of the Bankruptcy Code, Bankruptcy Rules 3020(d) and 3022, and Local Rule 3021-1(a), closing all the Chapter 11 Cases other than Case No. 24-12038 (SHL) (the “**Open Case**”), amending the Joint Administration Order, and approving the Timetable (as defined below) contemplated by Local Rule 3021-1(a), each as set forth more fully in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157; and the Court having found that it may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of the Chapter 11 Cases and related proceedings being proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the

¹ The Reorganized Debtors’ names and last four digits of their respective employer identification numbers are as follows: Spirit Airlines, LLC (7023); Spirit Finance Cayman 1 Ltd. (7020); Spirit Finance Cayman 2 Ltd. (7362); Spirit IP Cayman Ltd. (4732); and Spirit Loyalty Cayman Ltd. (4752). The Reorganized Debtors’ mailing address is 1731 Radiant Drive, Dania Beach, FL 33004.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Plan, as applicable.

Notice Parties, such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Motion; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having found that the relief requested in the Motion is in the best interests of the Reorganized Debtors, their creditors, and all other parties in interest; and all objections and reservations of rights filed or asserted in respect of the Motion, if any, having been withdrawn, resolved, or overruled with prejudice; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted and as set forth herein.
2. The Chapter 11 Cases (the “**Closed Cases**”) of the following Reorganized Debtors are hereby closed for all purposes (including for purposes of calculating U.S. Trustee Fees) and a final decree is granted effective as of the date hereof:
 - a. Spirit Airlines, LLC (No. 24-11988);
 - b. Spirit Finance Cayman 2 Ltd. (No. 24-12039);
 - c. Spirit IP Cayman Ltd. (No. 24-12040); and
 - d. Spirit Loyalty Cayman Ltd. (No. 24-12041).
3. The Chapter 11 Case of Spirit Finance Cayman 1 Ltd. shall remain open pending entry of a final decree by the Court closing such case. All filings related to the Chapter 11 Cases (including final fee applications) shall be made in the Open Case. All future disbursements including payment of professional fees will be reported in the post confirmation report filed in the remaining Open Case.

4. The Joint Administration Order is amended to require any and all pleadings related to the Chapter 11 Cases to be filed on the docket of the Open Case and under the following amended caption:

In re:

SPIRIT FINANCE CAYMAN 1 LTD.,

Reorganized Debtor.¹

Chapter 11

Case No. 24-12038 (SHL)

¹ The last four digits of the Reorganized Debtor's employer identification number are 7020. The Reorganized Debtor's mailing address is 1731 Radiant Drive, Dania Beach, FL 33004.

5. The Clerk of this Court shall enter this Final Decree individually on each of the dockets of the Closed Cases, and each of the dockets of the Closed Cases shall be marked as "Closed."

6. This Final Decree does not have any effect on the appellate rights with respect to the overruled objections Filed by the SEC [ECF No. 408] and U.S. Trustee [ECF No. 412], as set forth in the Confirmation Order.

7. The Claims Agent is authorized to expunge from the Claims Register, at the direction of the Reorganized Debtor, any Claims that have been paid or otherwise satisfied (in whole or in part), reinstated, or otherwise Unimpaired, and Claims that have been cancelled or otherwise Disallowed, without the need to File an application, motion, complaint, objection, or any other legal proceeding seeking to adjust or expunge such Claim and without any further notice to or action, order, or approval of the Court or the Holder of such Claim, as applicable.

8. To the extent not already paid, U.S. Trustee Fees (including quarterly fees) due and owing shall be paid by each of the Reorganized Debtors in the Closed Cases as soon as reasonably practicable after the date of entry of this Final Decree. The Reorganized Debtors shall not be

obligated to pay any fees to the U.S. Trustee for any Closed Case for any period commencing after entry of this Order.

9. Any open matters relating to the Chapter 11 Cases, whether they relate to the Open Case or one of the Closed Cases, shall be filed, administered, and adjudicated in the Open Case without the need to reopen any of the Closed Cases.

10. In accordance with Local Rule 3021-1(a), the following timetable (the “**Timetable**”) is hereby approved:

- a. The Plan was substantially consummated on the Effective Date.
- b. Final fee applications are expected to be filed on or around April 2, 2025.
- c. FinCay 1 is expected to seek a final decree with respect to the Open Case once such fee applications are no longer pending. FinCay 1 may seek such relief by notice of presentment.
- d. The Reorganized Debtors shall file a single consolidated report of the type required by Local Rule 3022-1 within 14 days after the Court enters a final decree closing the last of the Chapter 11 Cases; no such report is required prior thereto.

11. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

12. The Reorganized Debtors and its agents are authorized to take any action they deem necessary or appropriate to implement and effectuate the terms of, and the relief granted in, this Order without seeking further order of the Court.

13. The Court retains jurisdiction as set forth in the Plan and the Confirmation Order over any matter arising from or related to the Chapter 11 Cases, or the implementation, interpretation, and enforcement of this Order, the Plan, or any order previously entered by the Court.

Dated: March 27, 2025
White Plains, New York

/s/ Sean H. Lane

HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE